

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

LIVE BRANDS HOLDINGS, LLC,

Plaintiff,

-against-

GRUPO GASTRONÓMICO GRACIAS A
DIOS S de RL de CV, XAIME NIEMBRO
ALVAREZ, PABLO LOPEZ VARGAS,
JOSE ENRIQUE JIMENEZ BARCENAS,
and OSCAR HERNANDEZ SANTIAGO,

Defendants.

Case No. 1:20-cv-1213 (AS)

STIPULATION OF FACTS FOR TRIAL

IT IS HEREBY STIPULATED AND AGREED, by the undersigned counsel of record, that the following facts are deemed established.

- Defendant, Grupo Gastronómico Gracias a Dios, S de RL de CV is a corporation formed and existing under the laws of the country of Mexico with its principal place of business located in Mexico.
- Plaintiff, Live Brands Holdings, LLC is a limited liability company formed and existing under the laws of the state of Florida, with its principal place of business in Florida.
- GAD produces, and owns registered trademark rights in, certain brands of mezcal alcoholic spirits.
- On or about June 26, 2015, DSWS and GAD entered into an Import and Distribution Agreement pursuant to which DSWS would operate as GAD's importer and distributor.

- Under the Import and Distribution Agreement, DSWS was required to make payment to GAD for the products DSWS imported and distributed.
- DSWS and GAD entered into a Memorandum of Understanding (“MOU”), a true and correct copy of which bears the Bates stamp designation LIVE BRANDS 000018-25.
- No one at GAD was ever told whether GAD Spirits was formed.
- The “Definitive Agreements” described in the MOU were never finalized.

TRENAM LAW

/s/ John D. Goldsmith

By: John D. Goldsmith

John D. Goldsmith
Catherine M. DiPaolo
101 East Kennedy Blvd., Suite 2700
Tampa, FL 33602
Tel.: (813) 223-7474
jgoldsmith@trenam.com

Counsel for Plaintiff

LUPKIN PLLC

/s/ Jonathan D. Lupkin

By: Jonathan D. Lupkin

Jonathan D. Lupkin
Michael B. Smith
80 Broad Street, Suite 3103
New York, NY 10004
Tel.: (646) 367-2771
jlupkin@lupkinllc.com
msmith@lupkinllc.com

LAW OFFICE OF DAVID H. TENNANT

David H. Tenant
3349 Monroe Ave., Suite 345
Rochester, NY 14518
Tel.: (585) 281-6682
david.tenant@appellatezealot.com

Counsel for Defendants